

EXHIBIT C

July Time

KELLEY DRYE & WARREN LLP

FEDERAL ID NO. 13-5335107

WASHINGTON
LOS ANGELES
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STAMFORD
PARSIPPANY

AFFILIATE OFFICE:
MUMBAI, INDIA

JOANN Committee
Attn: Eric Wilson
c/o Eric Wilson
3 World Trade Center, 175 Greenwich Street
New York, NY 10007

August 14, 2025
Invoice No. 2938217

030608 JOANN Committee
0001 Case Administration

Account Summary And Remittance Form

Legal Services:	\$0.00
Disbursements and Other Charges:	\$330.23

Total Amount Due: **\$330.23**

Terms: Payment Due on or Before September 13, 2025

Please Return This Page With Your Payment

PAYMENT BY WIRE OR ACH IS PREFERRED:

BANK: JP MORGAN CHASE, N.A.

ABA #: 021-000-021

SWIFT CODE: CHASUS33

ACCOUNT NAME: KELLEY DRYE & WARREN LLP

ACCOUNT #: 135-046110

PLEASE INDICATE CLIENT, MATTER AND INVOICE NUMBER

AS PAYMENT REFERENCE

PAYMENT BY CHECK:

KELLEY DRYE & WARREN LLP

P.O. BOX 24652

NEW YORK, NY 10087-4652

KELLEY DRYE & WARREN LLP

FEDERAL ID NO. 13-5335107

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August 14, 2025
 Invoice No. 2938217

Client 030608
 Matter 0001 Case Administration

Attorney: 05395

Page 1

Other Charges:

Long Distance Travel	\$259.00
Cab Service	71.23
Total Other Charges for this Matter:	330.23
Total this Invoice	\$330.23

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JOANN Committee
Client 030608
Matter 0001
August 14, 2025
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3 World Trade Center, 175 Greenwich Street
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August 14, 2025
Invoice No. 2938218

030608 JOANN Committee
0002 Pleadings Review

Account Summary And Remittance Form

Legal Services:	\$576.00
Disbursements and Other Charges:	\$0.00

Total Amount Due: **\$576.00**

Terms: Payment Due on or Before September 13, 2025

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ACCOUNT #: 135-046110

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August 14, 2025
 Invoice No. 2938218

Client 030608
 Matter 0002 Pleadings Review

Attorney: 05395 Page 1

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
07/01/25	Review 9th through 13th omnibus claim objections for impact (.8); prepare update to team on same (.2).	AF	1.00	\$360.00
07/11/25	Review docket for hearing and objection dates (.2); review filed documents (.2).	AF	0.40	144.00
07/15/25	Review 33rd and 34th rejection orders for impact	AF	0.20	72.00
Total Services for this Matter:				576.00
Total this Invoice				\$576.00

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JOANN Committee
 Client 030608
 Matter 0002
 August 14, 2025
 Page 2

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
AF	Fowler, Allison	1.60	360.00	\$576.00

PAYMENT BY CHECK:

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 3 WORLD TRADE CENTER
 175 GREENWICH STREET
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Attn: Eric Wilson
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August 14, 2025
Invoice No. 2938219

030608 JOANN Committee
0004 Fee Matters

Account Summary And Remittance Form

Legal Services:	\$4,379.50
Disbursements and Other Charges:	\$0.00

Total Amount Due: **\$4,379.50**

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August 14, 2025
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Client 030608
 Matter 0004 Fee Matters

Attorney: 05395 Page 1

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
07/01/25	Emails with A. Bates (PSZJ) regarding CNO for KDW April fee statement (.2); edit draft CNO (.1).	JC	0.30	\$220.50
07/01/25	Email with J. Churchill (KDW) regarding KDW May monthly fee statement.	TB	0.20	80.00
07/02/25	Email correspondence with J. Churchill and C. Choe (both KDW) regarding KDW May monthly fee statement (.2); begin drafting same (1.3).	TB	1.50	600.00
07/06/25	Review KDW prebills for June time for reasonableness and preparation of next fee statement.	JRA	0.40	460.00
07/08/25	Review May invoices for redactions in connection with finalizing KDW monthly fee statement.	JC	0.70	514.50
07/09/25	Review invoices for June and emails with T. Burns and J. Churchill (both KDW) on next steps for fee application.	CC	0.20	157.00
07/09/25	Email correspondence with C. Choe and J. Churchill (both KDW) regarding KDW June	TB	0.20	80.00

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Client 030608
Matter 0004
August 14, 2025
Page 2

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
07/14/25	fee statement. Instruction to J. Churchill and T. Burns (both KDW) regarding monthly fee statements for May and June time.	CC	0.20	157.00
07/22/25	Calculate payments received to date against filed fee statements (.2); request fee to date breakdown from accounting (.1); same from PSZJ (.2).	JC	0.50	367.50
07/22/25	Correspondence with S. Kietlinski (Province) regarding final fee applications and fee payments from professional fee escrow (.2); follow up with C. Choe (KDW) on same (.1).	JRA	0.30	345.00
07/22/25	Review plan for provision on professional fee escrow (.3); emails with J. Adams and J. Churchill (both KDW) on status of monthly fee application and timing for same (.4).	CC	0.70	549.50
07/23/25	Emails with C. Choe (KDW) regarding fee provisions in plan and final fee applications.	JC	0.20	147.00
07/23/25	Emails with KDW team regarding fees and payment on May monthly (.2); review sale order and plan for allocation regarding pre-and post-closing fees for UCC professionals (.3); emails with debtors' counsel and Province regarding payment for May fees (.3).	CC	0.80	628.00
07/30/25	Emails with T. Burns (KDW) regarding KDW May/June fee application.	JC	0.10	73.50
Total Services for this Matter:				4,379.50

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Client 030608
Matter 0004
August 14, 2025
Page 3

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
	Total this Invoice			\$4,379.50

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 Client 030608
 Matter 0004
 August 14, 2025
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<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
CC	Choe, Connie	1.90	785.00	\$1,491.50
JC	Churchill, John	1.80	735.00	1,323.00
JRA	Adams, Jason	0.70	1,150.00	805.00
TB	Burns, Tom	1.90	400.00	760.00

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JOANN Committee
Attn: Eric Wilson
c/o Eric Wilson
3 World Trade Center, 175 Greenwich Street
New York, NY 10007

August 14, 2025
Invoice No. 2938220

030608 JOANN Committee
0007 Executory Contracts and Leases

Account Summary And Remittance Form

Legal Services:	\$667.50
Disbursements and Other Charges:	\$0.00

Total Amount Due: **\$667.50**

Terms: Payment Due on or Before September 13, 2025

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ACCOUNT #: 135-046110

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 Attn: Eric Wilson
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 3 World Trade Center, 175 Greenwich Street
 New York, NY 10007

August 14, 2025
 Invoice No. 2938220

Client 030608
 Matter 0007 Executory Contracts and Leases

Attorney: 05395

Page 1

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
07/09/25	Correspondence with A. Fowler (KDW) regarding reviewing rejection orders and pleadings (.1); review summary and discrete provisions (.2).	CC	0.30	\$235.50
07/09/25	Review various rejection notices and orders on docket per C. Choe (KDW) instructions (.9); prepare update on same (.3).	AF	1.20	432.00
	Total Services for this Matter:			667.50
	Total this Invoice			\$667.50

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JOANN Committee
 Client 030608
 Matter 0007
 August 14, 2025
 Page 2

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
AF	Fowler, Allison	1.20	360.00	\$432.00
CC	Choe, Connie	0.30	785.00	235.50

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 ATTN: TREASURER'S DEPARTMENT
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MUMBAI, INDIA

JOANN Committee
Attn: Eric Wilson
c/o Eric Wilson
3 World Trade Center, 175 Greenwich Street
New York, NY 10007

August 14, 2025
Invoice No. 2938221

030608 JOANN Committee
0009 Claims Administration

Account Summary And Remittance Form

Legal Services:	\$548.00
Disbursements and Other Charges:	\$0.00

Total Amount Due: **\$548.00**

Terms: Payment Due on or Before September 13, 2025

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ACCOUNT #: 135-046110

PLEASE INDICATE CLIENT, MATTER AND INVOICE NUMBER

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JOANN Committee
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August 14, 2025
 Invoice No. 2938221

Client 030608
 Matter 0009 Claims Administration

Attorney: 05395

Page 1

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
07/01/25	Brief review of 9th, 10th, and 11th omnibus claim objections.	MJM	0.30	\$318.00
07/16/25	Correspondence with creditor Win Hang regarding the status of their unsecured and 503(b)(9) claims (.1); follow up with internal team on debtor follow up on same (.1).	JRA	0.20	230.00
	Total Services for this Matter:			548.00
	Total this Invoice			\$548.00

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JOANN Committee
 Client 030608
 Matter 0009
 August 14, 2025
 Page 2

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JRA	Adams, Jason	0.20	1,150.00	\$230.00
MJM	McLoughlin, Maeghan J	0.30	1,060.00	318.00

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Attn: Eric Wilson
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3 World Trade Center, 175 Greenwich Street
New York, NY 10007

August 14, 2025
Invoice No. 2938225

030608 JOANN Committee
0010 Plan and Disclosure Statement

Account Summary And Remittance Form

Legal Services:	\$22,722.00
Disbursements and Other Charges:	\$0.00

Total Amount Due: **\$22,722.00**

Terms: Payment Due on or Before September 13, 2025

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ACCOUNT #: 135-046110

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August 14, 2025
 Invoice No. 2938225

Client 030608
 Matter 0010 Plan and Disclosure Statement

Attorney: 05395

Page 1

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
07/02/25	Emails with M. Waldrep (KE) regarding UST's comments to plan and GUC trust agreement.	MJM	0.20	\$212.00
07/03/25	Emails with M. Waldrep (KE) regarding UST additional revisions to plan language (.1); review same (.2); confer with D. Kane (KDW) on same (.1); call with M. Waldrep (KE) regarding further plan revisions (.1) and comment on same (.2).	MJM	0.70	742.00
07/04/25	Review updated UST language regarding statutory fees (.2); emails with M. Waldrep (KE) regarding same (.2); calls and emails with D. Kane (KDW) to finalize same (.2).	MJM	0.60	636.00
07/04/25	Phone call with M. McLoughlin (KDW) regarding statutory UST fees (.1); review Kirkland email traffic regarding same (.1); follow up communication to M. McLoughlin (KDW) (.1); consider UST revised language for plan and respond to same by email to M. Waldrep, Acuna and L. Blumenthal (all KE) (.2).	DPK	0.50	472.50

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Page 2

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
07/06/25	Emails with M. Waldrep (KE) regarding further changes to plan and related documents (.3); review, comment on amended plan (.4), GUC Trust agreement (.2), plan administrator agreement (.2), and 503(b)(9) procedures (.2); emails with A. Barajas (KDW) regarding confirmation order (.2).	MJM	1.50	1590.00
07/07/25	Revise 503(b)(9) procedures (.5); call with S. Fleischer (BD) (.5) regarding plan changes and resolutions to same; further emails with M. Waldrep (KE) with further revisions to plan and plan supplement (.2); review A. Barajas (KDW) comments to confirmation order (.2); further revise same (1.8); revise 503(b)(9) procedures (.3); review debtors' further changes to the plan (.2), GUC Trust agreement (.1), Plan Administrator agreement (.1), and confirmation order (.2); emails with M. Waldrep (KE) regarding UCC's comments to confirmation order and further revised documents (.2); review voting report and declaration (.2); call with J. Adams (KDW) on status and revised plan documents (.2).	MJM	4.70	4982.00
07/07/25	Brief review of revisions to confirmation order (.2), trust agreement (.1); confer with M. McLoughlin (KDW) on same (.2).	JRA	0.50	575.00
07/07/25	Review debtors' draft confirmation order (1.1); review precedent confirmation order (.3) and JOANN plan provisions regarding GUC trust	AB	2.70	2403.00

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	(.2) to provide edits to draft confirmation order (.2); provide edits to debtors' draft confirmation order (.5); update M. McLoughlin (KDW) regarding comments to draft confirmation order (.2); email M. McLoughlin (KDW) comments to confirmation order (.1); review debtors' additional edits to draft confirmation order (.1).			
07/08/25	Review voting results declaration from Kroll.	JRA	0.10	115.00
07/08/25	Review debtors' further revised confirmation order (.3), plan (.2) and 503(b)(9) procedures (.1); discuss statutory fee issues with D. Kane (KDW) (.1); further emails with M. Waldrep (KE) before finalizing documents (.2); emails with R. Hollander (Great American) regarding UST fees (.2); preliminary review of memo ISO plan (.3), Haughey declaration (.2) and filed plan documents (.3); review exclusivity motion (.4); emails with J. Raphael (KE) regarding same (.1).	MJM	2.40	2544.00
07/08/25	Review redline of plan (.3), memo of law ISO of plan (.1), declaration ISO plan (.1), confirmation order (.3) and plan supplement (.2).	JC	1.00	735.00
07/08/25	Review filed revised versions of plan documents and declarations (.2); instruction to J. Churchill (KDW) on same (.1).	CC	0.30	235.50
07/08/25	Assess Great American language regarding US Trustee fees (.1); email R. Hollander (Great American) re: same (.2).	DPK	0.30	283.50

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Page 4

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
07/09/25	Review G. Novod (GE) issues with amended plan (.2) and plan provisions (.2); draft detailed response explaining changes (.5); call with G. Novod (GE) and E. Wilson (KDW) to discuss plan issues (.3); follow up call with E. Wilson (KDW) (.1).	MJM	1.30	1378.00
07/09/25	Conference call (.3) and emails (.2) with G. Novod, et al. (GE) and M. McLoughlin (KDW) regarding plan revisions; cross-reference revised plan (.2); follow-up call with M. McLoughlin (KDW) regarding same and tomorrow's hearing (.1).	ERW	0.80	1024.00
07/11/25	Emails with M. Waldrep (KE), N. Haughey (AM), and D. Kane (KDW) regarding effective date transfers (.2); call with D. Kane (KDW) regarding issues with going effective (.2); further emails with N. Haughey (AM) regarding same (.1).	MJM	0.50	530.00
07/11/25	Emails N. Haughey (A&M) regarding effective date transfers and bank accounts (.1); call with M. McLoughlin (KDW) on same (.2).	DPK	0.30	283.50
07/14/25	Calls with J. Adams and D. Kane (both KDW) regarding effective date transfers (.2); emails with M. Waldrep (KE) regarding same (.2); call with M. Waldrep (KE), N. Haughey (AM), and D. Kane (KDW) regarding effective date transfers (.3); follow up calls with D. Kane (KDW) (.1) and M. Waldrep (KE) (.3); research precedent cases cited by A&M for	MJM	1.60	1696.00

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FEDERAL ID NO. 13-5335107

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AFFILIATE OFFICE:
MUMBAI, INDIA

JOANN Committee
Client 030608
Matter 0010
August 14, 2025
Page 5

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
07/14/25	effective date transfers (.5). Confer with M. McLoughlin and D. Kane (both KDW) on plan effective date issues and funding (.2); review correspondence on same (.3).	JRA	0.50	575.00
07/14/25	Calls with M. McLoughlin and J. Adams (both KDW) regarding trust formation and effective date transfers (.2); participate in call with M. McLoughlin (KDW), M. Waldrip (Kirkland), N. Haughey (A&M) regarding same (.3); follow up calls with M. McLoughlin (KDW) (.1); further follow up email with M. McLoughlin (KDW) regarding strategic alternatives (.2).	DPK	0.80	756.00
07/15/25	Calls with M. Waldrep (KE) regarding effective date issues (.2); follow up emails with same and with Pachulski team (.2); finalize GUC trust agreement (.2); emails with S. Balasiano (BA) regarding same (.1).	MJM	0.70	742.00
07/16/25	Emails with M. Waldrep (KE) regarding final effective date issues.	MJM	0.20	212.00
Total Services for this Matter:				22,722.00
Total this Invoice				\$22,722.00

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JOANN Committee
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 Matter 0010
 August 14, 2025
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<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
AB	Barajas, Andres	2.70	890.00	\$2,403.00
CC	Choe, Connie	0.30	785.00	235.50
DPK	Kane, Dana P	1.90	945.00	1,795.50
ERW	Wilson, Eric	0.80	1,280.00	1,024.00
JC	Churchill, John	1.00	735.00	735.00
JRA	Adams, Jason	1.10	1,150.00	1,265.00
MJM	McLoughlin, Maeghan J	14.40	1,060.00	15,264.00

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JOANN Committee
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 c/o Eric Wilson
 3 World Trade Center, 175 Greenwich Street
 New York, NY 10007

August 14, 2025
 Invoice No. 2938222

030608 JOANN Committee
 0011 Committee and Creditor Communications

Account Summary And Remittance Form

Legal Services:	\$5,478.50
Disbursements and Other Charges:	\$0.00

Total Amount Due: **\$5,478.50**

Terms: Payment Due on or Before September 13, 2025

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PAYMENT BY WIRE OR ACH IS PREFERRED:

BANK: JP MORGAN CHASE, N.A.

ABA #: 021-000-021

SWIFT CODE: CHASUS33

ACCOUNT NAME: KELLEY DRYE & WARREN LLP

ACCOUNT #: 135-046110

PLEASE INDICATE CLIENT, MATTER AND INVOICE NUMBER

AS PAYMENT REFERENCE

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August 14, 2025
Invoice No. 2938222

Client 030608
Matter 0011 Committee and Creditor Communications

Attorney: 05395

Page 1

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
07/01/25	Draft update and coordinate with M. McLoughlin (KDW) on omnibus claim objections regarding impact on Gwen Studios (.4); correspondence with landlords regarding status of assumption issues (.4); email committee member (.1).	CC	0.90	\$706.50
07/01/25	Emails and calls with J. Kallman (Win Properties) regarding rejection of La Canada store lease and structure of lease designation rights transaction and lease rejection rights of Great American and DT.	RLL	1.20	1434.00
07/01/25	Revise committee update to Gwen Studios.	MJM	0.10	106.00
07/02/25	Correspondence with R. LeHane and landlord counsel regarding issues related to Dollar Tree assumption, rejection and next steps in connection with Great American designation rights.	CC	0.50	392.50
07/09/25	Correspondence with various landlords regarding issues pertinent to lease rejection including proof of claim and bar dates (.6);	CC	0.90	706.50

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JOANN Committee
Client 030608
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Page 2

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
	coordinate with A. Fowler (KDW) on same (.3).			
07/09/25	Draft committee update regarding confirmation, exclusivity, and claim objections.	MJM	0.40	424.00
07/09/25	Coordination with C. Choe regarding various lease rejection issues regarding proof of claim and bar date	AF	0.60	216.00
07/10/25	Draft committee update regarding confirmation hearing.	MJM	0.20	212.00
07/16/25	Correspondence with various landlords regarding rejection orders and next steps for trust transition.	CC	0.50	392.50
07/16/25	Draft committee update regarding notice of effective date (.3); and review notice (.2).	MJM	0.50	530.00
07/16/25	Emails and call with J. Chung (NMC Grand Plaza) regarding plan effective date and transition.	RLL	0.30	358.50
Total Services for this Matter:				5,478.50
Total this Invoice				\$5,478.50

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JOANN Committee
 Client 030608
 Matter 0011
 August 14, 2025
 Page 3

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
AF	Fowler, Allison	0.60	360.00	\$216.00
CC	Choe, Connie	2.80	785.00	2,198.00
MJM	McLoughlin, Maeghan J	1.20	1,060.00	1,272.00
RLL	LeHane, Robert L	1.50	1,195.00	1,792.50

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August 14, 2025
Invoice No. 2938223

030608 JOANN Committee
0013 Court Hearings

Account Summary And Remittance Form

Legal Services:	\$6,295.00
Disbursements and Other Charges:	\$0.00

Total Amount Due: **\$6,295.00**

Terms: Payment Due on or Before September 13, 2025

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ACCOUNT NAME: KELLEY DRYE & WARREN LLP

ACCOUNT #: 135-046110

PLEASE INDICATE CLIENT, MATTER AND INVOICE NUMBER

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August 14, 2025
 Invoice No. 2938223

Client 030608
 Matter 0013 Court Hearings

Attorney: 05395

Page 1

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
07/08/25	Register team for confirmation hearing (.1); arrange binders for confirmation hearing (.1).	JC	0.20	\$147.00
07/08/25	Review agenda for July 10 hearing (.2); coordinate appearances at same (.1).	MJM	0.30	318.00
07/09/25	Call with M. Waldrep (KE) to discuss hearing logistics (.1); review Haughey declaration (.8), memorandum in support of confirmation (1.1), redline of plan (.3), redline of plan supplement (.4), and confirmation order (.3); draft hearing outline (.9); review further amended language to confirmation order (.2).	MJM	4.10	4346.00
07/10/25	Prepare for (.5) and participate in confirmation hearing (.4); conferences with Kirkland and A&M teams prior to and following hearing (.3); update E. Wilson and J. Adams (both KDW) regarding same (.2).	MJM	1.40	1484.00
Total Services for this Matter:				6,295.00
Total this Invoice				\$6,295.00

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 Page 2

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
JC	Churchill, John	0.20	735.00	\$147.00
MJM	McLoughlin, Maeghan J	5.80	1,060.00	6,148.00

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August 14, 2025
Invoice No. 2938224

030608 JOANN Committee
0021 Non-Working Travel Time

Account Summary And Remittance Form

Legal Services:	\$1,590.00
Disbursements and Other Charges:	\$0.00

Total Amount Due: **\$1,590.00**

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SWIFT CODE: CHASUS33

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ACCOUNT #: 135-046110

PLEASE INDICATE CLIENT, MATTER AND INVOICE NUMBER

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August 14, 2025
 Invoice No. 2938224

Client 030608
 Matter 0021 Non-Working Travel Time

Attorney: 05395

Page 1

<u>Date</u>	<u>Description</u>	<u>Tkpr</u>	<u>Hours</u>	<u>Amount</u>
07/10/25	Travel to and from confirmation hearing in Delaware.	MJM	3.00	\$1590.00
Total Services for this Matter:				1,590.00
Total this Invoice				\$1,590.00

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 Matter 0021
 August 14, 2025
 Page 2

<u>Tkpr</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
MJM	McLoughlin, Maeghan J	3.00	530.00	\$1,590.00

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